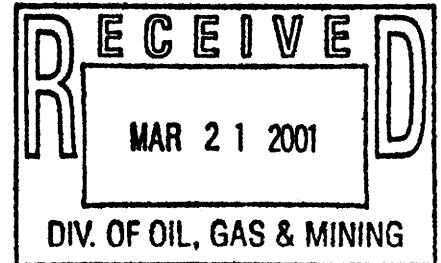


ATTACHMENT B

FORM MR-6
Joint Agency Surety Form
(January 7, 1999)

Bond Number
Permit Number M/001/027
Mine Name PEARL QUEEN PERLITE MINE
Other Agency File Number

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
Division of Oil, Gas and Mining
1594 West North Temple Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
Telephone: (801) 538-5291
Fax: (801) 359-3940



THE MINED LAND RECLAMATION ACT

SURETY BOND

The undersigned BASIN PERLITE COMPANY as Principal, and AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY as Surety, hereby jointly and severally bind ourselves, our heirs, administrators, executors, successors and assigns unto the State of Utah, Division of Oil, Gas and Mining, and the School & Institutional Trust Lands Admin., in the penal sum of FORTY THOUSAND EIGHT HUNDRED AND 00/100 dollars (\$40,800.00).

Principal has estimated in the Mining and Reclamation Plan approved by the Division of Oil, Gas and Mining on the 5th day of August, 19 97, that 10 acres of land will be disturbed by this mining operation in the State of Utah.

A description of the disturbed land is attached as "Attachment A" to the Reclamation Contract of which this document is an integral part.

The condition of this obligation is that if the Division determines that Principal has satisfactorily reclaimed the disturbed lands in accordance with the approved Mining and Reclamation Plan and has faithfully performed all requirements of the Mined Land Reclamation Act, and complied with the Rules and Regulations adopted in accordance therewith, then this obligation shall be void; otherwise it shall remain in full force and effect.

If the Mining and Reclamation Plan provides for periodic partial reclamation of the disturbed lands, and if the lands are reclaimed in accordance with such Plan, Act and regulations, then Principal may apply for a reduction in the amount of this Surety Bond.

Page 2

MR-6

Joint Agency Surety Bond

Attachment B

Bond Number

Permit Number M/001/027

Mine Name PEARL QUEEN PERLITE MINE

Other Agency File Number

In the converse, if the Mining and Reclamation Plan provides for a gradual increase in the area disturbed or the extent of disturbance, then, the Division may require that the amount of this Surety Bond be increased, with the written approval of the Surety.

This bond may be canceled by the Surety after ninety (90) days following receipt by the Division and Principal of written notice of such cancellation. Surety's liability shall then, at the expiration of said ninety (90) days, cease and terminate except that Surety will remain fully liable for all reclamation obligations of the Principal incurred prior to the date of termination.

Principal and Surety and their successors and assigns agree to guarantee said obligation and to indemnify, defend, and hold harmless the Division from any and all expenses (including attorney fees) which the Division may sustain in the collection of sums due hereunder.

Surety will give prompt notice to Principal and to the Division of the filing of any petition or the commencement of any proceeding relating to the bankruptcy, insolvency, reorganization, or adjustment of the debts of Surety, or alleging any violation or regulatory requirements which could result in suspension or revocation of the Surety's license to do business.

IN WITNESS WHEREOF, the Principal and Surety hereunto set their signatures and seals as of the dates set forth below.

BASIN PERLITE COMPANY

Principal (Permittee)

William R. Wilson

By (Name typed):

President

Title

William R. Wilson
Signature

March 8, 2001

Date

Surety Company
AMERICAN MANUFACTURERS MUTUAL
INSURANCE COMPANY

Company Officer

ATTORNEY-IN-FACT

Title/Position

Vivienne Douglas
Signature VIVIENNE DOUGLAS

10375 E. HARVARD, STE 500

Surety Company Address

DENVER, CO 80217

City, State, Zip

FEBRUARY 26, 2001

Date

Page 3

MR-6

Joint Agency Surety Bond

Attachment B

Bond Number ~~XXXXXXXXXX~~

Permit Number M/001/027

Mine Name PEARL QUEEN PERLITE MINE

Other Agency File Number

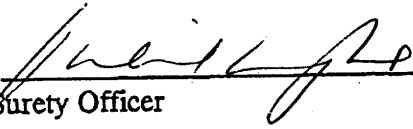
SO AGREED this 3rd day of April, 2001.

Lowell P. Braxton
Lowell P. Braxton, Director
Utah State Division of Oil, Gas and Mining

*NOTE: Where one signs by virtue of Power of Attorney for a Surety Company, such Power of Attorney must be filed with this bond. If the Principal is a corporation, the bond shall be executed by its duly authorized officer.

AFFIDAVIT OF QUALIFICATION

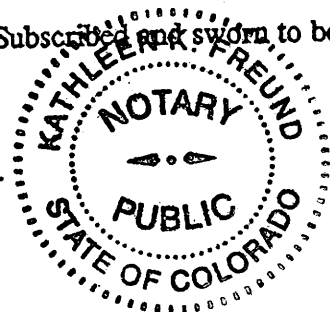
On the 26TH day of FEBRUARY, 192001, personally appeared before me VIVIENNE DOUGLAS who being by me duly sworn did say that he/she, the said VIVIENNE DOUGLAS is the ATTORNEY-IN-FACT of AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY and duly acknowledged that said instrument was signed on behalf of said company by authority of its bylaws or a resolution of its board of directors and said VIVIENNE DOUGLAS duly acknowledged to me that said company executed the same, and that he/she is duly authorized to execute and deliver the foregoing obligations; that said Surety is authorized to execute the same and has complied in all respects with the laws of Utah in reference to becoming sole surety upon bonds, undertaking and obligations.


Signed: 
Surety Officer

Title: ATTORNEY-IN-FACT

STATE OF COLORADO)
) ss:
COUNTY OF DENVER)

Subscribed and sworn to before me this 26TH day of FEBRUARY, 192001.




Notary Public

Residing at: LITTLETON, COLORADO

My Commission Expires:

JANUARY 15, 192003